

EXHIBIT A
ORRICK, HERRINGTON & SUTCLIFFE LLP
INVOICES FOR THE TIME PERIOD
JULY 1-31, 2011



ORRICK, HERRINGTON & SUTCLIFFE LLP
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David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

August 15, 2011
Client No. 17367
Invoice No. 1322463

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through July 31, 2011 in connection with
the matters described on the attached pages:

\$ 183,305.50

DISBURSEMENTS as per attached pages:

2,125.45

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 185,430.95

Matter(s): 17367/11, 12, 13, 5, 7, 8

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$407,163.13
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP
Dept 34461
P.O. Box 39000
San Francisco, CA 94139
Reference: 17367/ Invoice: 1322463

ELECTRONIC FUNDS TRANSFERS:

ACH & Wire Transfers:
ABA Number 121000248
SWIFT CODE: WFBIUS6S
Account Number: 4123701088
Wells Fargo
420 Montgomery Street
San Francisco, CA 94104
Account of
Orrick, Herrington & Sutcliffe LLP
Reference: 17367/ Invoice: 1322463
E.I.N. 94-2952627

OVERNIGHT DELIVERY:

Orrick, Herrington & Sutcliffe LLP
c/o Wells Fargo Lockbox
Attn: Dept 34461
3440 Walnut Avenue
Building A, Window H
Fremont, CA 94538
(213) 614-3248
Reference: 17367/ Invoice: 1322463



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For Legal Services Rendered Through July 31, 2011 in Connection With:

Matter: 5 - Due Diligence

07/01/11	R. Frankel	E-mails regarding extension of response time on Project Larch motion.	0.30
07/05/11	R. Wyron	Review and respond to e-mails objections to motion (.3); call with J. Radecki and follow-up (.4); call with A. Rich and e-mail same (.1).	0.80
07/05/11	R. Frankel	Review Project Larch materials, timeline issues.	0.90
07/06/11	D. Felder	E-mail correspondence with J. Radecki regarding proposed acquisition (.1).	0.10
07/06/11	R. Wyron	Follow-up on acquisition project data with J. Radecki (.2); call with A. Rich re issues (.3).	0.50
07/06/11	R. Frankel	Review series of e-mails re conference call with Lincoln, due diligence, time-line.	0.60
07/08/11	R. Wyron	Review information from J. Radecki and follow-up.	0.40
07/08/11	R. Frankel	Review series of e-mails re Project Larch status (.3); review Project Larch issues (.5); confer with R. Wyron re same (.3).	1.10
07/13/11	M. Wallace	Review and respond to correspondence regarding Larch transaction review; telephone call with R. Frankel regarding review of documents re same.	0.20
07/13/11	R. Wyron	Review materials from R. Higgins (.4); call with Debtors re potential acquisition (.9); call with Lincoln re potential acquisition and follow-up (.4); begin review of purchase agreement (1.3).	3.00
07/13/11	R. Frankel	Review draft asset purchase agreement, related e-mail, schedules from R. Higgins.	2.80
07/13/11	R. Frankel	Telephone conference with Grace, advisors regarding Project Larch due diligence (.9); review Larch Q1 financial report (.4).	1.30
07/13/11	R. Frankel	Telephone conference with J. Radecki, D. Austern, R. Wyron regarding status of Project Larch, due diligence; notes.	0.80



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07/14/11	D. Felder	Review documents regarding proposed acquisition and plan issues regarding same (2.5); conferences with R. Wyron regarding same (.3); telephone conference with J. Liesemer and Orrick team regarding same and follow-up (.4); telephone conference and e-mail correspondence with M. Wallace regarding same and follow-up (.6).	3.80
07/14/11	M. Wallace	Conference call with ACC counsel regarding purchase agreement.	0.30
07/14/11	M. Wallace	Follow-up conference with D. Felder and R. Wyron regarding discussion with ACC counsel.	0.10
07/14/11	M. Wallace	Begin review of purchase agreement, noting issues in same.	5.70
07/14/11	M. Wallace	Review correspondence regarding environmental review of purchase agreement.	0.10
07/14/11	M. Wallace	Review correspondence regarding due diligence review of target.	0.10
07/14/11	R. Wyron	Continue review of draft agreement (.6); follow-up with D. Felder and M. Wallace (.4); call with ACC counsel (.6); respond to e-mails re environmental issues (.2).	1.80
07/14/11	R. Frankel	Review, consider due diligence issues, transaction document schedule, new timeline.	1.20
07/14/11	R. Frankel	Telephone calls with R. Wyron, M. Wallace regarding due diligence (.3); series of e-mails regarding same (.3).	0.60
07/15/11	M. Wallace	Review schedule of ancillary documents.	0.10
07/15/11	M. Wallace	Finish review of purchase agreement, noting issues in same.	2.30
07/15/11	M. Wallace	Review plan definition for issues with channeling of asbestos liability.	0.30
07/15/11	M. Wallace	Draft memo to R. Frankel regarding issues in purchase agreement.	2.30
07/15/11	M. Wallace	Review and respond to correspondence summarizing issues in purchase agreement.	0.10
07/15/11	R. Wyron	Review M. Wallace memo analysis and follow-up (.8); prepare notes for 7/18 calls (.6); review provisions of draft agreement (.7).	2.10
07/17/11	R. Lawrence	Review and provide comments on sale and purchase agreement; comment on M. Wallace's memorandum summarizing issues; prepare overview memo on environmental issues in the draft.	6.00
07/17/11	R. Frankel	Review M. Wallace memo regarding SPA issues (.9); prepare notes regarding same (.3).	1.20
07/18/11	M. Wallace	Review correspondence and memo comments regarding environmental review of purchase agreement.	0.30
07/18/11	M. Wallace	Review and respond to correspondence regarding conference call.	0.10



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07/18/11	M. Wallace	Conference call with Grace and Committees regarding comments to purchase agreement.	0.90
07/18/11	M. Wallace	Discuss issues with asbestos treatment in purchase agreement and plan with R. Wyron.	0.20
07/18/11	M. Wallace	Review plan definitions as follow-up from discussion with R. Wyron regarding channeled claims and relation to purchase agreement and correspond with R. Wyron regarding same.	0.20
07/18/11	M. Wallace	Review correspondence with ACC regarding asbestos issues in purchase agreement and plan.	0.10
07/18/11	R. Wyron	Review issues analysis on acquisition (.6); call with Debtors on draft SPA and follow-up (1.1); review plan and related issues and follow-up (.7); calls with R. Frankel and J. Liesemer re issues (.4); call with J. Baer re issues on SPA (.6); review financial information (.4); call re financial issues (.5); follow-up with Committees and Lincoln re issues (.4); outline open issues and e-mails re same (.7).	5.40
07/18/11	R. Frankel	Review B. Lawrence memo, SPA markup from B. Lawrence in preparation for conference call.	1.60
07/18/11	R. Frankel	Prepare notes before and after due diligence conference call with Grace (.2); telephone conference with R. Wyron regarding same (.3).	0.50
07/18/11	R. Frankel	Telephone conference with Grace lawyers regarding Project Larch SPA.	0.90
07/18/11	R. Frankel	Telephone conference with R. Wyron, J. Baer, J. Liesemer regarding assumption of asbestos liabilities in Project Larch (.5); notes regarding same (.3).	0.80
07/18/11	R. Frankel	Consider Project Larch liability issues.	1.30
07/18/11	R. Frankel	Review e-mail memos from A. Krieger to J. Baer and from J. Liesemer to J. Baer regarding SPA issues.	1.10
07/18/11	R. Frankel	Telephone conference with D. Austern regarding Project Larch issues (.3); telephone conferences with R. Wyron regarding same, COC, order (.4).	0.70
07/18/11	R. Frankel	Telephone conference with financial advisors and official committees to discuss financials, bid for Project Larch (.6); notes regarding same (.2).	0.80
07/18/11	R. Frankel	Review issues regarding form of order with R. Wyron (.3); review e-mails regarding same (.2).	0.50
07/19/11	R. Wyron	Continue review of potential acquisition and respond to e-mails re same.	0.60
07/20/11	M. Wallace	Review correspondence regarding COC and comments to same.	0.10



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07/20/11	R. Wyron	Review Certificate of Counsel and proposed order and provide comments (.8); review updated information (.3); review and respond to various e-mails re status and proposed order (.6); call with Debtors' team and follow-up (.5); confer with R. Frankel strategy and e-mails re same (.4).	2.60
07/20/11	R. Frankel	Review revised form of order, COC and Supplemental Rohen Declaration.	1.40
07/20/11	R. Frankel	Review series of e-mails from R. Wyron, A. Krieger, J. Liesemer with suggested changes.	1.40
07/20/11	R. Frankel	Telephone conference with J. Baer, et al. regarding status (.5); telephone conferences with D. Felder, R. Wyron, D. Austern regarding same (.8).	1.30
07/21/11	R. Wyron	Review revised proposed COC and order, and provide comments re same.	0.30
07/21/11	R. Frankel	Review new spreadsheet with Larch financials.	0.70
07/21/11	R. Frankel	Review revised order, redacted order, COC, supp. declaration regarding Project Larch.	1.60
07/21/11	R. Frankel	Review series of e-mails with suggested changes to Order, COC regarding Project Larch.	1.10
07/22/11	R. Frankel	Review revised COC, form of order, form of redacted order, supplemental declaration.	1.80
07/22/11	R. Frankel	Review series of e-mails re COC, hearing in DE, max price (.8); telephone conference with D. Felder re same (.3).	1.10
07/22/11	R. Frankel	Review as filed COC with proposed order in preparation for hearing.	1.60
07/25/11	R. Frankel	Review COC and Order re procedure and next steps in Project Larch.	1.10
07/25/11	R. Frankel	Review with R. Wyron status and next steps re Project Larch.	0.30
07/26/11	R. Wyron	Call with Debtors re status of acquisition (.3); call with J. Radecki and follow-up (.2).	0.50
07/27/11	R. Frankel	Review news reports, e-mails re sale of division.	0.30
07/29/11	R. Wyron	Follow-up on acquisition project status and respond to e-mails re same.	0.60
07/29/11	R. Frankel	Review series of e-mails regarding status of Project Larch (.3); follow-up re same (.2).	0.50

Total Hours 75.20

Total For Services

\$65,112.50



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	3.90	645.00	2,515.50
Roger Frankel	33.20	985.00	32,702.00
Robert F. Lawrence	6.00	750.00	4,500.00
Mary A. Wallace	13.50	710.00	9,585.00
Richard H. Wyron	18.60	850.00	15,810.00
Total All Timekeepers	75.20	\$865.86	\$65,112.50

Total For This Matter

\$65,112.50



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For Legal Services Rendered Through July 31, 2011 in Connection With:

Matter: 7 - Insurance Matters

07/11/11	P. Mahaley	Prepare for and conduct telephone conference with counsel for ACC re proposed settlement with London insurance company in solvent scheme of arrangement (.6); draft communication to FCR seeking settlement authority re same (.7).	1.30
07/27/11	P. Mahaley	Analyze briefs filed by Libby and BNSF appealing court's approval of CNA settlement (1.3); office conference with R. Wyron re strategy in responding to Libby and BNSF appeal briefs (1.5); telephone conference with counsel for Grace and ACC re strategy for responding to appeal briefs (1.4).	4.20
07/28/11	I. Mirkin	Conference with R. Wyron and P. Mahaley re research on Libby issues.	1.20
07/28/11	P. Mahaley	Conference with R. Wyron and I. Mirkin re appeal of CNA settlement approval (1.0); review prior research materials and briefing to guide research and briefing for appellees' brief (.9); telephone conference with counsel for CNA re response and other appeals issues (.7).	2.60
07/29/11	I. Mirkin	Conference with P. Mahaley re research on Libby issues.	1.00
07/29/11	P. Mahaley	Conference with I. Mirkin re research required to support Plan Proponents' brief in opposition to appeal of court's approval of CNA settlement agreement.	0.30
07/30/11	I. Mirkin	Review and analyze briefs re Libby Claimants.	1.50
		Total Hours	12.10
		Total For Services	\$6,773.50



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Peri N. Mahaley	8.40	650.00	5,460.00
Inessa M. Mirkin	3.70	355.00	1,313.50
Total All Timekeepers	12.10	\$559.79	\$6,773.50

Disbursements

Document Reproduction
 Outside Services

42.30

8.72

Total Disbursements

\$51.02

Total For This Matter

\$6,824.52



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Matter: 8 - Litigation

07/01/11	D. Fullem	Review docket updates.	0.20
07/01/11	R. Frankel	Series of e-mails regarding USDC docket entries.	0.30
07/01/11	R. Frankel	Review pleadings in Grace re CNA settlement appeal.	0.60
07/01/11	R. Frankel	Review, prepare notes regarding Stern v. Marshall.	2.40
07/05/11	D. Fullem	Review and respond to e-mail from D. Felder regarding service list issues and updates.	0.20
07/05/11	D. Fullem	Review docket updates on confirmation appeal.	0.20
07/05/11	D. Felder	Review agreed order re consolidating CNA appeal and setting briefing calendar (.1); review materials from Debtors regarding proposed acquisition and e-mail correspondence regarding same (.3).	0.40
07/05/11	R. Wyron	Review proposed revised order (.3); call with Grace counsel re proposed order and follow-up (.6); confer with R. Frankel order language and e-mail same (.4).	1.30
07/05/11	R. Frankel	Review Marshall case in preparation for conference call with Kirkland.	1.20
07/05/11	R. Frankel	Telephone conference with R. Wyron, A. Paul, J. Donley regarding confirmation order appeal, oral argument, settlement issues (.8); prepare notes regarding same (.4).	1.20
07/05/11	R. Frankel	Review, consider proposed order affirming confirmation order (.5); telephone conference with R. Wyron regarding same (.4).	0.90
07/05/11	R. Frankel	Review marked order from R. Wyron, series of e-mails regarding same.	0.70
07/05/11	R. Frankel	Telephone conference with J. Aldock regarding settlement, mediation issues (.6); prepare notes regarding same (.2).	0.80
07/06/11	D. Felder	Review revisions to proposed District Court order (.1); review pleadings and begin preparing pleading regarding same (.3).	0.40
07/06/11	R. Wyron	Confer proposed order (.3); review draft and follow-up (.4); call with R. Finke records issues and follow-up with D. Austern (.4).	1.10
07/06/11	R. Frankel	Telephone conference with D. Austern re status of settlement issues, mediation (.3); prepare notes re same (.2).	0.50



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07/06/11	R. Frankel	Review, consider revised USDC proposed order from Kirkland.	0.40
07/06/11	R. Frankel	Review further changes to proposed UDSC order, series of e-mails re same.	0.60
07/06/11	R. Frankel	Prepare notes, consider structure of a global settlement.	0.80
07/07/11	D. Felder	Conference with R. Wyron regarding next steps (.1); review Debtors' motion to approve PD settlement and plan regarding same (.5); e-mail correspondence with R. Frankel and R. Wyron regarding same (.2).	0.80
07/07/11	R. Frankel	Review e-mails re PD settlement with State of CA (.4); review CA settlement agreement (.7).	1.10
07/07/11	R. Frankel	Review as-filed order affirming confirmation order.	0.30
07/08/11	R. Wyron	Continue review of Marshall decision and follow-up on confirmation order issues (.8); call re settlement issues (.4).	1.20
07/08/11	R. Frankel	Review issues re settlement structure.	0.60
07/11/11	D. Felder	Review e-mail correspondence from R. Wyron regarding updates (.1); review Debtors' certification of counsel regarding revised order on consent decree with United States regarding superfund site (.3).	0.40
07/11/11	R. Wyron	Call with M. Giannotto re settlement issues (.3); call with J. Radecki re warrants and follow-up (.3); call with P. Mahaley re potential settlement (.2); confer with R. Frankel and follow-up with P. Lockwood re potential settlement (.3); call with P. Lockwood and follow-up re settlement (1.3); organize notes re global deal outline (.4).	2.80
07/11/11	R. Frankel	Telephone conference with J. Donley re settlement, appeal issues (.5); confer with R. Wyron re same (.3); telephone conference with D. Austern re same (.3).	1.10
07/11/11	R. Frankel	Review issues re plan consummation, equitable mootness.	0.80
07/11/11	R. Frankel	Telephone conference with R. Wyron, P. Lockwood re possible settlement structures (1.6); notes re same (.2).	1.80
07/11/11	R. Frankel	Review letter to Judge Buchwalter re status of appeals (.4); consider appeal issues (.4).	0.80
07/12/11	R. Wyron	Prepare for call with Debtors (.3); call with Debtors and ACC counsel (1.1); revise notes re global settlement (.4); begin review of transcripts (.9).	2.70
07/12/11	R. Frankel	Review cases, article on equitable mootness, plan consummation.	2.20



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07/12/11	R. Frankel	Telephone conference with J. Donley, A. Paul, P. Lockwood and R. Wyron regarding appeal issues, settlement issues (1.1); notes regarding same (.2).	1.30
07/12/11	R. Frankel	Review portion of transcript from USDC oral argument.	2.30
07/12/11	R. Frankel	Confer with R. Wyron regarding plan, effective date issues, substantial consummation.	0.60
07/12/11	R. Frankel	Telephone conference with H. Huge regarding Trust, effective date issues, status.	0.30
07/13/11	D. Felder	Review documents regarding proposed acquisition (1.8); telephone conference with Debtors, UCC, ACC and financial advisors regarding same (.8); telephone conference with D. Austern, Lincoln team and Orrick team regarding same (.4).	3.00
07/13/11	R. Frankel	Telephone conference with J. Donley regarding plan confirmation, effective date issues (.3); notes re same (.1).	0.40
07/14/11	R. Wyron	Review CNA appeal issues with P. Mahaley and follow-up (.6); continue review of confirmation re hearing transcript (.8).	1.40
07/14/11	R. Frankel	Telephone conference with D. Austern re settlement, mediation issues.	0.30
07/14/11	R. Frankel	Review portions of oral argument transcript.	1.10
07/15/11	D. Felder	E-mail correspondence with B. Lawrence regarding proposed acquisition (.2); review memorandum from M. Wallace regarding same (.5); review draft asset purchase agreement regarding same (.7).	1.40
07/15/11	R. Wyron	Call global issues and follow-up (.3); review CNA appeal schedule and e-mails re same (.2).	0.50
07/18/11	D. Felder	Various telephone conferences with Grace, et al. regarding proposed acquisition and various follow-up telephone conferences and e-mail correspondence to/from/with R. Frankel, R. Wyron, J. Baer, A. Rich, J. Liesemer, A. Krieger and J. Sakalo (4.0); e-mail correspondence with J. Biggs regarding confidentiality issues (.3); conference with R. Wyron regarding National Union claim transfer and follow-up regarding same (.8); telephone conference with J. Solganick regarding proposed acquisition (.2).	5.30
07/18/11	R. Frankel	Review revised letter detailing appeals to J. Buckwalter, e-mails regarding same.	0.40
07/19/11	D. Fullem	Review recently filed pleadings.	0.20



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07/19/11	R. Wyron	Review agenda (.2); review National Union claims transfer information (.2).	0.40
07/20/11	D. Felder	Review certificate of counsel and revised proposed order from Debtors regarding proposed acquisition and follow-up regarding same (1.5); various telephone conferences with J. Liesemer, R. Frankel and Debtors regarding same (1.0); e-mail correspondence regarding same (.8).	3.30
07/21/11	D. Fullem	Review e-mail from R. Frankel and follow-up re default interest issues.	0.20
07/21/11	D. Felder	Review two versions of revised certificate of counsel and proposed order from Debtors and e-mail correspondence regarding same (1.5); review proposed District Court confirmation order submitted by lenders (.2).	1.70
07/21/11	R. Wyron	Begin review of briefs on CNA appeal (.8); call with A. Paul et al re procedural issues and follow-up (1.1).	1.90
07/22/11	D. Fullem	Review email from R. Frankel and D. Felder re notice of second supplemental authority by Bank Lender Group in consolidated appeal.	0.20
07/22/11	D. Felder	E-mail correspondence with J. Baer regarding revised proposed order and certificate of counsel regarding proposed acquisition (.5); review drafts and as-filed versions regarding same (1.0); telephone conference with R. Frankel regarding same and follow-up (.1).	1.60
07/22/11	R. Wyron	Review Libby and BNSF pleadings (2.1); review Garlock pleadings re potential resolution (2.6); review global settlement status and e-mails re same (.4).	5.10
07/22/11	R. Frankel	Telephone conference with H. Huge re status and effective date issues.	0.30
07/22/11	R. Frankel	Telephone conference with R. Wyron re plan, lender issues, telephone conference with Kirkland (.5); consider settlement structure issues (.3).	0.80
07/25/11	D. Fullem	Prepare pro hac vice motions for R. Frankel, R. Wyron and P. Mahaley to file in consolidated appeal cases.	0.50
07/25/11	D. Felder	Review motions for pro hac admission in District Court appeal regarding CNA settlement agreement and e-mail correspondence with D. Fullem regarding same.	0.30



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07/25/11	R. Wyron	Begin detailed review of Libby and BNSF appeal briefs and outline issues (4.7); review e-mails re proposed order and respond (.2); review supplemental authority from Lenders and follow-up (.6); review docket re upcoming hearings (.2).	5.70
07/25/11	R. Frankel	Review second supplemental authority filed by Bank Lenders.	1.20
07/25/11	R. Frankel	Confer with R. Wyron CNA appeal issues, prepare for call with Kirkland.	0.50
07/25/11	R. Frankel	Review Libby Claimants brief re CNA appeal.	2.30
07/25/11	R. Frankel	Exchange series of e-mails with H. Huge re TDP and Trust Agreement.	0.40
07/26/11	D. Fullem	Revise pro hac motions and finalize for filing.	0.50
07/26/11	D. Fullem	Confer with R. Wyron re research issues and update with findings.	0.80
07/26/11	D. Fullem	Review Grace's 2nd quarter results and press release.	0.40
07/26/11	D. Fullem	Review docket updates.	0.20
07/26/11	R. Wyron	Call with Debtors re strategy (.3); continue review of briefs on CNA appeal (2.3); review case law cited in appeal briefs (1.1); review discovery issue on Grace TDP values (.3).	4.00
07/26/11	R. Frankel	Review notes in preparation for conference call (.4); conference call with Grace, P. Lockwood, J. Donley, R. Wyron (.4); confer with R. Wyron re same (.3).	1.10
07/26/11	R. Frankel	Review BNSF brief re CNA appeal.	2.40
07/26/11	R. Frankel	Prepare notes re BNSF, Libby briefs for CNA settlement appeal.	0.60
07/26/11	R. Frankel	Finish review of transcript of oral argument before J. Buckwalter (1.1); review draft reply to Lenders' filing (.2).	1.30
07/26/11	R. Frankel	Telephone conference with D. Austern status, appeal, confirmation issues (.4); prepare notes re same (.1); confer with R. Wyron re same (.2).	0.70
07/26/11	R. Frankel	Review 8-K and earnings press release.	1.10
07/26/11	R. Frankel	Listen to quarterly investor conference call (.6); confer with R. Wyron re same and appeal issues (.4).	1.00
07/27/11	D. Felder	Review Debtors' response to Lenders' supplemental authorities (.1); review issues relating to CNA appeal and joint appendix regarding same (.5); review Libby and BNSF briefs filed in CNA appeal (1.0); telephone conference with L. Esayan, P. Lockwood and Orrick team regarding same (.4); follow-up regarding same (.2).	2.20



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07/27/11	R. Wyron	Review analysis of complaints against insurers and follow-up (.8); continue review of Libby and BNSF briefs on CNA appeal (1.1); confer with P. Mahaley re strategy (1.3); confer with R. Frankel re strategy and follow-up (.3); call with Debtors and ACC counsel re CNA appeal and follow-up (1.2); review discovery transcript re Grace data (.4); review analysis on equitable mootness (.8).	5.90
07/27/11	R. Frankel	Review transcript from hearing re Manville-Travelers, e-mails re same.	0.60
07/27/11	R. Frankel	Review Caswell Declaration re CNA settlement record.	1.10
07/27/11	R. Frankel	Prepare notes re CNA appeal teleconference (.6); confer with R. Wyron in preparation for call (.3).	0.90
07/27/11	R. Frankel	Telephone conference with R. Wyron, P. Mahaley, L. Esayian, P. Lockwood re CNA reply brief (1.1); notes re same (.2).	1.30
07/28/11	D. Felder	Telephone conference with P. Mahaley regarding CNA appeal issues and follow-up regarding same (.2); e-mail correspondence to/from Orrick team and Lincoln regarding update on Project Larch (.1).	0.30
07/28/11	R. Wyron	Review settlement issues with R. Frankel (.6); call with P. Lockwood and E. Inselbuch re issues and follow-up (.9); call with M. Giannotto (.7); review outline of response on CNA appeal and notes re same (1.4); confer with P. Mahaley and I. Mirkin re Libby issues and follow-up (1.2); begin work on global settlement outline (1.3).	6.10
07/28/11	R. Frankel	Telephone conferences with J. Donley and D. Austern regarding mediation issues (.9); confer with R. Wyron regarding same (.5).	1.40
07/28/11	R. Frankel	Telephone conference with J. Aldock regarding mediation issues (.6); consider structural issues for settlement (.6).	1.20
07/28/11	R. Frankel	Telephone conference with J. Donley, F. McGovern regarding mediation issues, next steps (.6); notes regarding same (.3).	0.90
07/28/11	R. Frankel	Telephone conference calls with P. Lockwood, E. Inselbuch and R. Wyron regarding mediation, settlement issues (.9); confer with R. Wyron regarding same (.3).	1.20
07/28/11	R. Frankel	Confer with R. Wyron regarding settlement, mediation issues.	0.60



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07/28/11	R. Frankel	Telephone conference with J. Donley regarding call with Caplin, next steps, mediation session (.5); notes regarding same (.2).	0.70
07/28/11	R. Frankel	Review notes, consider mediation strategy.	0.80
07/29/11	D. Fullem	Review General Growth docket for appeal or reconsideration to recent Orders; update R. Wyron with email regarding same.	0.20
07/29/11	R. Wyron	Work on global settlement outline (2.7); continue review of equitable mootness cases (1.9).	4.60
07/29/11	R. Frankel	Telephone conference with R. Wyron regarding call with J. Donley re next steps (.3); telephone conference with D. Austern regarding same (.2); notes regarding same (.4).	0.90
07/29/11	R. Frankel	Review outline of CNA brief from M. Giannotto (1.2); prepare notes regarding same (.4).	1.60
07/29/11	R. Frankel	Consider, prepare notes regarding structure of global settlement in preparation for meeting with other plan proponents.	0.90
07/31/11	R. Wyron	Continue review of equitable mootness cases (1.3); work on global settlement terms (.4); review Libby Medical Program (.9).	2.60

Total Hours 125.80

Total For Services \$107,617.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	21.10	645.00	13,609.50
Roger Frankel	53.60	985.00	52,796.00
Debra O. Fullem	3.80	265.00	1,007.00
Richard H. Wyron	47.30	850.00	40,205.00
Total All Timekeepers	125.80	\$855.47	\$107,617.50



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Disbursements

Document Reproduction	7.80	
Express Delivery	11.89	
Hand Delivery	14.50	
Other Business Meals	92.96	
Out of Town Business Meals	24.55	
Outside Reproduction Services	172.99	
Parking Expense	29.00	
Taxi Expense	22.00	
Telephone	0.00	
Travel Expense, Local	1,012.00	
Travel Expense, Out of Town	4.00	
Westlaw Research	647.64	
Total Disbursements		\$2,039.33

Total For This Matter **\$109,656.83**



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For Legal Services Rendered Through July 31, 2011 in Connection With:

Matter: 11 - Compensation of Professionals - Other

07/05/11	D. Felder	Review Fee Auditor's final report regarding Kirkland & Ellis.	0.20
07/21/11	D. Fullem	Review and respond to e-mail from B. Ruhlander regarding status of D. Austern and Towers' fee applications.	0.20
07/21/11	D. Fullem	Review e-mail from C. Burke with April, May and June fee applications by Lincoln (.1); prepare response (.1); update D. Felder re same (.1); review documents and prepare notices with objection deadlines (.7).	1.00
07/21/11	D. Fullem	Review and respond to e-mail from C. Burke at Lincoln regarding timing of filing of Apr-Jun quarterly fee application.	0.20
07/25/11	D. Fullem	Coordinate filing and serving of Lincoln's April, May and June monthly fee applications.	1.00
07/25/11	D. Felder	Review April, May and June fee applications for Lincoln and notice regarding same (.4); conferences with D. Fullem regarding same (.2).	0.60
		Total Hours	3.20
		Total For Services	\$1,152.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.80	645.00	516.00
Debra O. Fullem	2.40	265.00	636.00
Total All Timekeepers	3.20	\$360.00	\$1,152.00

Total For This Matter **\$1,152.00**



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For Legal Services Rendered Through July 31, 2011 in Connection With:

Matter: 12 - Retention of Professionals - Orrick

Disbursements		
Document Reproduction	35.10	
Total Disbursements		\$35.10
Total For This Matter		\$35.10



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For Legal Services Rendered Through July 31, 2011 in Connection With:

Matter: 13 - Compensation of Professionals - Orrick

07/05/11	D. Fullem	Review and update fee/expense charts.	0.20
07/07/11	D. Fullem	Confer and review with D. Felder; update service lists.	0.30
07/07/11	D. Fullem	Review June prebill.	1.00
07/07/11	D. Felder	Review June prebill.	1.00
07/18/11	D. Fullem	Prepare CNO for Orrick's May fee application.	0.30
07/18/11	D. Felder	Review CNO for Orrick's May fee application.	0.10
07/19/11	D. Fullem	Coordinate filing/serving of CNO for Orrick's May fee application.	0.40
07/21/11	D. Fullem	Prepare draft of June fee application.	1.00
07/22/11	D. Fullem	Review D. Felder edits to June fee application; prepare revisions; provide to R. Wyron for final review.	0.60
07/22/11	D. Fullem	Prepare update to fee/expense charts; circulate to group.	0.20
07/22/11	D. Felder	Review June fee application and provide comments to D. Fullem.	0.60
07/25/11	D. Fullem	Coordinate filings/serving of June fee application.	0.50
07/26/11	R. Wyron	Review monthly fee application.	0.30
07/28/11	D. Fullem	Review recent payment from Grace; email to R. Wyron re same; update fee/expense charts; circulate to group.	0.40

Total Hours 6.90

Total For Services \$2,650.00

Timekeeper Summary	Hours	Rate	Amount
Debra Felder	1.70	645.00	1,096.50
Debra O. Fullem	4.90	265.00	1,298.50
Richard H. Wyron	0.30	850.00	255.00
Total All Timekeepers	6.90	\$384.06	\$2,650.00

Total For This Matter

\$2,650.00



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*** * * COMBINED TOTALS * * ***

Total Hours	223.20	
Total Fees, all Matters		\$183,305.50
Total Disbursements, all Matters		\$2,125.45
Total Amount Due		\$185,430.95